

EXHIBIT K-4

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2 concerns make allegations that attain some
3 public exposure.

4 THE ARBITRATOR: When did Coke
5 acknowledge the possibility of a defect?

6 THE WITNESS: I believe the
7 allegations occurred in the summer of
8 1999 which I remember because I was
9 actually in Belgium driving across the
10 country and stopped at a gas station to
11 get some soft drinks and there was
12 police tape all over the freezers and we
13 couldn't understand why that might have
14 been but I believe it was in November or
15 December of 1999 or early 2000 when the
16 company -- I obviously wasn't party to
17 this, but my sense was that they decided
18 that acknowledging the -- there was some
19 fault on their part was easier than
20 facing a constant barrage of questioning
21 of their integrity.

22 THE ARBITRATOR: Could that have
23 increased the impact?

24 THE WITNESS: The delay.

25 THE ARBITRATOR: Or the

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2 acknowledgment?

3 THE WITNESS: The acknowledgment,
4 I don't think so, because I think once
5 the accusation is out there, and we saw
6 this in a number of the other examples
7 as well, it is difficult to contain what
8 we call the contagion effect.

9 Intel is another interesting
10 example.

11 Several times over the course of
12 their history academic mathematicians
13 have challenged the certain quantitative
14 aspects of Intel chips and Intel's
15 response characteristically has been to
16 deny that there has been a problem.

17 And the result has usually been
18 that the academics are right and Intel
19 is wrong, but they have prolonged the
20 effect so it wasn't so much -- again, it
21 is the not a coverup but it is the
22 refusal to acknowledge there is a
23 problem tends to be an issue.

24 Toyota, another example of where
25 there was an allegation of problems with

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2 brakes.

3 It turns out there was some
4 question as to whether there was really
5 a problem with the brake and brake pads
6 slipping or whether in fact it was
7 illness on the part of the driver but,
8 again, Toyota suffered considerable
9 damage.

10 What we discovered of the seven
11 companies we looked at, six of them
12 suffered substantial declines in stock
13 price and market value for an average of
14 26 percent.

15 The only company that did not --
16 that actually enjoyed an increase
17 following an allegation like this was
18 Wal-Mart which was accused of bribery in
19 its Mexican subsidiary.

20 It is our understanding from
21 looking at some of the market analysis
22 that the market's perception was that
23 this was isolated to that one country.
24 It was not related to anything senior
25 management had done and so the market

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2 felt that it was contained.

3 But, in any event, the average
4 decline in market value for these large
5 public companies was 26 percent.

6 We also looked at academic
7 research on the subject and to our
8 surprise found that the academic
9 literature suggests that declines could
10 be much greater.

11 In fact, in some of the studies we
12 looked at as much as 46 percent declines
13 in market value.

14 BY MR. BALBER:

15 Q. Based upon what? Declines in
16 market value that were --

17 A. Allegations of fraud.

18 Q. Okay.

19 A. And, in fact, one of the
20 interesting outgrowths of that research was
21 that outside corporate directors sitting on
22 the boards of companies that had been
23 accused of fraud eventually lost other
24 outside board seats as a result of having
25 been associated with the companies that were

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2 accused even if it turned out subsequently
3 that the accusations were misplaced.

4 In fact, 98 percent of the outside
5 directors associated with the company so
6 accused eventually lost additional board
7 seats.

8 Q. Have you done any research or come
9 across any research about kind of the
10 broader based impact of allegation of
11 ethical or unethical behavior at public
12 companies?

13 A. Yes.

14 There is actually quite --
15 particularly since the financial crisis
16 there has been quite a bit of research on
17 the general subject of business ethics.

18 There is a survey conducted
19 annually by the Edelman Company called the
20 Edelman Trust Barometer which is done in
21 conjunction with the World Economic Forum
22 which is held every year in Switzerland.

23 What they have discovered over the
24 approximately ten years they have been doing
25 this survey is that ethics registers as an

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2 important factor in over 61 percent of the
3 cases and making ethical decisions which is
4 interestingly a separate category registers
5 in over 62 percent of the cases so there
6 is -- what we infer from that is that within
7 the general populous and particularly within
8 the populous of so-called opinion leaders,
9 the notion of ethical behavior and
10 performance in business is top of mind.

11 Q. How did you apply these different
12 research conclusions to the Miss Universe
13 organization in this case?

14 A. Well, because there has been such
15 a short period of time since Ms. Monnin's
16 allegations what we needed to look at was
17 what the potential impact could be.

18 And what we discovered was that
19 the organization has already suffered a
20 substantial reduction in the number of
21 contestants.

22 That is worrisome, at least from
23 our standpoint, because an organization like
24 the Miss Universe organization creates its
25 value essentially by the establishment of

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2 its reputation and its brand.

3 And so when the contestants who
4 are to some degree the product that it is
5 selling are withdrawing from the
6 competitions they are sponsoring that is
7 going have a financial impact that cascades
8 through the organization.

9 Q. Have you been made aware of any
10 negative impact on Miss Universe sponsorship
11 arrangements?

12 A. Yes. Our understanding is that
13 several sponsors, I believe British
14 Petroleum, Australian Gold and I believe
15 there was a third one as well.

16 Q. Farouk?

17 A. Farouk, have either withdrawn or
18 have delayed their sponsorship decisions as
19 a result of Ms. Monnin's allegations.

20 Again, that would be a -- that
21 would have a significant impact on the
22 company's financial performance, again,
23 especially within the context of the large
24 public companies we looked at.

25 The Miss Universe organization is

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2 a smaller, privately held organization. It
3 is as much as 40 to 50 percent of its asset
4 base is based on goodwill comprised, we
5 would assert, primarily of reputation and
6 brand so damage to those assets could really
7 be quite important to the future of the
8 organization.

9 Q. So based on these analyses and the
10 research review that you have done have you
11 reached an opinion as to what the economic
12 impact to Miss Universe's brand has been?

13 A. Yes.

14 Q. What is that opinion?

15 A. We did -- we did some analysis and
16 in a case like this what we believe is the
17 appropriate approach is to try to come up
18 with a range because there is no specific
19 answer or at least that would appear to us
20 to be unrealistic.

21 So what we did is we looked at
22 what I would call the two data points that
23 we have.

24 We know that we have a 26 percent
25 decline in market value of six large,

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2 well-known public companies over a period of
3 time that is consistent with the period of
4 time that has elapsed since Ms. Monnin's
5 allegations were made public.

6 We also have a quite reputable
7 academic research study which shows that
8 there could be declines of as much as
9 46 percent.

10 We know from our own research,
11 Predictiv Consultants research, that the
12 intangibles like brand and reputation can
13 have a reasonable impact of between 30 to
14 75 percent on market value.

15 There are outlier cases where it
16 could be as much as 96 percent but those
17 tend to be very small, start up and recently
18 public companies so we didn't feel that
19 would be appropriate for this analysis.

20 What we did was essentially try to
21 establish a range by evaluating the impact
22 of that 30 to 75 percent on the 26 to
23 46 percent numbers that we had to give us a
24 framework within which to estimate the
25 impact.

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2 What we came up with was when you
3 do that analysis is a percentage decrease in
4 the potential value of Miss Universe of
5 about 7.8 percent to about 13.8 percent
6 which as statistics or as percentages are
7 interesting but we thought it would perhaps
8 be more instructive if we tried to put a
9 more actual dollar value on those numbers.

10 Q. How did you do that?

11 A. We looked at the most recent
12 financials that we were provided from the
13 Miss Universe organization and what we
14 discovered was net income of approximately
15 5.4 million.

16 Q. Let me direct your attention to
17 Exhibit 27 in your book.

18 I will ask you if those are the
19 financials that you reviewed.

20 A. They are.

21 Q. Then you referred to a net income
22 number?

23 A. Yes. 5.4 million in 2011, net
24 income allocated to limited partners.

25 So, typically, in evaluating

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2 impact you look at a multiple, what could a
3 company be sold for.

4 We know the approximate purchase
5 price that Donald Trump paid for his stake
6 in the Miss Universe organization.

7 We know that a couple of years
8 later he was able to sell a 50 percent stake
9 to NBC for a greater amount given the
10 percentage he was selling.

11 So there is -- there are
12 fortunately valuation numbers available for
13 all kinds of industries.

14 We used valuation numbers from
15 something called the Valuation Academy and
16 they had -- they break it down by industry.

17 For the entertainment industry
18 they had 74 examples which is quite
19 substantial.

20 What that showed was that there
21 was a multiple range of approximately 10 to
22 approximately 20 percent for sale of
23 companies in that industry.

24 We felt that for the purposes of
25 this analysis the most conservative number

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2 was probably the most appropriate so we took
3 the 10 percent, applied that to the
4 0.4 million and net income to limited
5 partners and came up with 54, 55 million.

6 Q. You said 10 percent. Did you mean
7 ten times?

8 A. Ten times. I am sorry. You are
9 correct.

10 So we took the ten times. That
11 gave us the 54 to 55 million. We multiplied
12 that times the 7.8 to 13.8 percentage we
13 applied previously and that gave us a
14 potential range of damage or decline,
15 depending on how you want to define it, or
16 about 4.3 million to \$7.6 million and we
17 think that is a -- we think that is actually
18 conservative but under the circumstances we
19 felt that that could at least be the
20 starting point for a discussion.

21 Q. That 4.3 to 7.6 million is your
22 opinion as to the loss in brand value of the
23 Miss Universe organization attributable to
24 Ms. Monnin's comments?

25 A. Right. Yes.

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2 That is the financial impact of
3 the loss of brand value, correct.

4 MR. BALBER: No further questions.

5 THE ARBITRATOR: So how does the
6 loss of the brand value correlate to
7 Mr. Trump's ownership, his ownership
8 interest?

9 THE WITNESS: Well, Mr. Trump's
10 ownership interest is purely a starting
11 point for looking at how value in the
12 Miss Universe organization has increased
13 over time.

14 So what that did, in looking at
15 that and then looking at the transaction
16 with NBC, what that suggested to us was
17 that this Miss Universe as an asset was
18 appreciating and appreciating
19 substantially over some period of time.

20 So in then looking at what kind of
21 multiple might be appropriate for
22 determining damage we could then look
23 and say, well, you know, again, we go
24 into this with the notion that is there
25 damage or is there not.

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2 That suggests there was increase
3 in value.

4 The decline of contestants
5 suggests there has already been in the
6 relatively short period of time since
7 her allegations became public some
8 damage.

9 The damage, the decline in
10 contestants, if you will, is on average
11 in the seven states we looked at was
12 about 10 percent or 10.3 percent so we
13 felt that using that multiple and coming
14 up with those figures seemed appropriate
15 given the size of the organization, the
16 period of time elapsed and the nature of
17 what appeared to be the damage to the
18 company's brand and reputation.

19 THE ARBITRATOR: So let me get
20 this straight.

21 You took the 2011 net income --

22 THE WITNESS: Yes.

23 THE ARBITRATOR: -- and you
24 multiplied that by 10?

25 THE WITNESS: Yes.

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2 THE ARBITRATOR: Why did you
3 multiply it by ten?

4 THE WITNESS: We multiplied it by
5 ten because in looking at the -- at
6 sources of multiples for other companies
7 compiled by an organization that looks
8 at that sort of data, what we discovered
9 was that in -- for entertainment
10 companies which we felt was an
11 appropriate classification for
12 Miss Universe the range was ten times
13 net income to 20 times net income.

14 THE ARBITRATOR: For the market
15 value?

16 THE WITNESS: Right. Correct.
17 We felt 20 times was aggressive in
18 a case like this and that starting with
19 ten times seemed more appropriate.

20 THE ARBITRATOR: When did
21 Mr. Trump buy his interest in the --

22 THE WITNESS: I would have to
23 defer.

24 MR. BALBER: 2002.

25 MS. SHUGART: The end of 1996 and

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2 NBC bought it in December 2002.

3 THE ARBITRATOR: Say that again.

4 MS. SHUGART: NBC purchased
5 50 percent in September 2002.

6 MR. BALBER: If I am
7 misunderstanding the nature of your
8 question, Judge, the claimant is the
9 organization, the Miss Universe
10 organization.

11 It just happens to be owned by two
12 equity holders, one of whom is Donald
13 Trump, one of whom is NBC Universal, but
14 the claim is being asserted on behalf of
15 the organization.

16 Both equity holders have whatever
17 entitlement to their share based on
18 their equity interest in the
19 organization.

20 THE ARBITRATOR: Let me -- how do
21 you project that loss of value, at least
22 in the short term, because of the
23 reputational hit to the long term?

24 I mean, I assume there is a point
25 at which companies may overcome the

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2 statement, the defamatory or inaccurate
3 statements, made about them.

4 THE WITNESS: Well, it actually
5 depends.

6 One might argue that almost three
7 years after the BP Oil fiasco in the
8 Gulf of Mexico that BP has still not
9 recovered.

10 They were recently forced to sell
11 a stake in their Russian holdings which
12 they at least publicly had stated was
13 the future of their company and they
14 thought that by negotiating in Russia
15 they had established a sustainable
16 competitive advantage over other
17 companies.

18 They essentially sold it at a loss
19 and, in part, because of the damage they
20 suffered as a result of the well fire
21 disaster.

22 Even though they were the equity
23 owner there was another company that was
24 actually managing the well.

25 That is the problem with

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2 reputation and brand.

3 They are to a great -- brand is a
4 promise essentially to the consumer.
5 That is why people will pay a premium
6 for a brand.

7 The promise can mean anything. It
8 usually means positive things. It can
9 mean quality, consistency, reliability.
10 It can mean superior performance but it
11 does evoke a notion of outstanding
12 performance.

13 Reputation has more to do with
14 familiarity and favorability. They are
15 both to some degree assets that
16 corporate managements have to share with
17 customers, suppliers, lenders, investors
18 and the media, the public at large, so
19 it is not as precise as an accounting
20 calculation of the depreciation of a
21 piece of machinery.

22 And I think, particularly for a
23 company that to a large degree is
24 representative of the hopes and dreams
25 of young people, of their aspirations,

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2 it is a very fragile asset and damage to
3 an asset like that at least in our
4 research on intangibles is harder to
5 repair.

6 There is a lot more
7 interrelationship between intangibles
8 than there is with traditional financial
9 interests. So it might recover over
10 time but it might not.

11 THE ARBITRATOR: Isn't it easier
12 to recover if there is a finding that
13 the statement was false than in the
14 case of BP where people are confronted
15 on a daily basis by the construction
16 that followed?

17 THE WITNESS: One would hope. One
18 would hope, but in the case of Toyota,
19 for instance, or in the case of
20 Coca-Cola, that turned out not be the
21 case.

22 We are still seeing articles in
23 Business Week and elsewhere saying
24 Toyota is coming back.

25 That was four years ago. This is

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2 a major global corporation, multibillion
3 dollar corporation, that suffered this
4 damage to its reputation that was not
5 necessarily --

6 THE ARBITRATOR: You don't -- you
7 don't see that much difference between
8 companies who have an actual product to
9 sell versus a company that, as you said,
10 just sells its reputation and if people
11 become frightened because of the product
12 and people are consuming it and there is
13 a fear related to it, isn't that
14 somewhat different than the people who
15 are watching an entertainment program?

16 THE WITNESS: The fear to the
17 consumer might be different but the
18 damage to the organization is no less
19 real and, in fact, we might argue is
20 greater because with a -- think to the
21 1980s when the U.S. car companies were
22 losing out to the Japanese and Ford came
23 out with its Quality is Job One, you can
24 demonstrate you are improving the
25 quality of a product.

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2 Once someone has alleged that your
3 service, that your image, that your
4 reputation is tainted, you can't just
5 apply ISO 9000 quality specs to
6 improving, saying, oh, you know, those
7 might have been bad. These are good.

8 It is much harder. You have --
9 when a company is really trafficking to
10 a large degree in its image its image
11 becomes very important, its reputation
12 and its brands.

13 THE ARBITRATOR: So what -- when
14 you did your calculation of 10 times 5.4
15 you were trying to determine what the
16 loss in market value would have been --
17 is of the company in this period of
18 time, right?

19 THE WITNESS: Yes. Essentially.

20 We were trying to look at -- well,
21 because ultimately where economic value
22 is the concept around which we conduct
23 business, so if one were now trying to
24 say, okay, let's try to sell
25 Miss Universe and subsequent to Ms.

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2 Monnin's allegations what might the
3 impact have been.

4 THE ARBITRATOR: So is there
5 any -- are there any numbers that you
6 use to determine what the actual market
7 value of the company is?

8 THE WITNESS: Well, that is where
9 we went to these valuation numbers
10 because what are the multiples that
11 entertainment companies sell for in this
12 market and it appeared to be 10 to 20
13 times.

14 THE ARBITRATOR: That is what the
15 market value would be?

16 THE WITNESS: Right.

17 THE ARBITRATOR: Then you are
18 saying the decline would have been
19 somewhere between 7.8 and 13.8 percent?

20 THE WITNESS: Right.

21 MR. COHEN: I presume that is
22 based on the revenue fall off?

23 THE WITNESS: It is based on --
24 that is largely a projection based on
25 the evidence from the seven other

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2 companies we looked at and the companies
3 mentioned in the academic study where
4 there was a 46 percent fall off so in
5 effect again that is why we felt these
6 were very conservative figures.

7 We have a range of 26 percent
8 decline for large public companies like
9 News Corp., like Toyota, like Goldman
10 Sachs, so forth.

11 We have 46 percent declines from a
12 range of other public companies and what
13 we are saying is the decline in value
14 here is substantially lower than that
15 but still substantial.

16 THE ARBITRATOR: Is that a
17 snapshot of what the decline in value
18 would be at one particular time, one
19 point in time?

20 THE WITNESS: I would say it has
21 been five months since Ms. Monnin's
22 allegations so I would -- you know,
23 anything can happen.

24 We can't predict the future
25 necessarily but I would be very

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2 comfortable with these figures for the
3 next year or so.

4 I would be willing to surmise that
5 this impact will have some staying
6 power, some legs.

7 Again, based on research we have
8 done with companies like Southwest
9 Airlines and Chevron, Petro Braz in
10 Brazil that have suffered reputational
11 challenges and we have found that those
12 stories have stayed -- continued --
13 doing an analysis looking at the -- not
14 just the correlation but the causal
15 relationship between daily stock trading
16 value and negative stories about a
17 company we found that those continued to
18 impact stock price performance for three
19 to six months.

20 They stay out there in the ether,
21 as it were, for much longer than we ever
22 anticipated.

23 THE ARBITRATOR: This may be just
24 a completely naive question but since
25 people aren't buying and selling stock

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2 in the Miss Universe on a daily basis in
3 the enterprise, if nobody chooses -- NBC
4 or Mr. Trump doesn't choose to sell
5 their interest in this company in the
6 next year what does the decline in
7 market value actually mean?

8 THE WITNESS: Well, first of all,
9 there are several different kinds of
10 declines in value.

11 I mean, they don't necessarily
12 have to realize a decline in value but
13 if significant potential sponsors like
14 British Petroleum or Australian Gold
15 say, actually, we have decided not to go
16 forward with you as a sponsor, that is
17 going to affect.

18 THE ARBITRATOR: That is certainly
19 going to affect their revenue.

20 THE WITNESS: Right, but there is
21 a relationship between revenue, profit
22 and market value so you can defer the
23 moment of pain which you take the loss
24 but the engineering, as it were, the
25 financial engineering that contributes

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2 to the loss has already begun.

3 MR. COHEN: Your Honor, one of the
4 problems that was discussed by the
5 gentleman who has the multiple states is
6 the number of fall off of potential
7 contestants who pay a fee into it so,
8 again, it goes to the top number.

9 One of the problems that you have,
10 for example, in this new wave of
11 technology which is somewhat new to both
12 you and I, right, it stays there
13 forever.

14 So if you Google Miss Universe, a
15 young girl wants to be a potential
16 contestant, and types in Miss USA to
17 find that information on how to become a
18 pageant contestant, this story comes up.

19 How it affects her, we won't know,
20 it is an undecided, but what I think the
21 gentleman with the multiple states
22 demonstrated is there is a significant
23 drop off in potential contestants.

24 Again, that story about her
25 defamatory statements will live on

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2 forever.

3 It will get pushed down into the
4 Google world of search engine but it
5 will remain there, so if somebody does
6 more than two minutes worth of
7 investigation into the pageant her
8 statements will come up ad infinitum.

9 THE WITNESS: What would I add to
10 that, if you go right now on Wikipedia
11 or any other compendium of information
12 about a company and you are looking for
13 general background, I haven't done that
14 for Miss Universe but I know for the six
15 companies we looked at, all of the
16 sandals are right there. You don't have
17 to dig for that information.

18 Intel, here is a company that
19 defined the personal computer era. The
20 Wintel monopoly was Windows and Intel, a
21 great company with Nobel prize winners,
22 and truly lionized industry leaders, and
23 yet within the first few paragraphs you
24 would read about the history of the
25 company there will be a story about the

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2 you want her Facebook statements pulled?

3 MR. BALBER: To the extent they
4 are still up there, correct, and no
5 further future comment in any kind of
6 television show through Twitter or
7 Facebook, et cetera.

8 I will put that in the brief as
9 well specifically.

10 THE ARBITRATOR: Because I guess
11 they stay out there --

12 MR. BALBER: That's right.

13 MR. COHEN: Forever.

14 THE ARBITRATOR: As you said.

15 Other than the Ernst & Young
16 statement has the organization made any
17 public statements?

18 MR. BALBER: We did at the time
19 that she made her allegations.

20 THE ARBITRATOR: Right.

21 MR. BALBER: Would you like those
22 statements submitted as part of the
23 evidence?

24 They were steadfast denials and
25 restatements of the rigor and integrity

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2 of the judging process.

3 THE ARBITRATOR: Have you --
4 Ms. Shugart, have you heard evidence
5 from other franchisees about reduced
6 applications?

7 MS. SHUGART: The pageants are
8 going on now, but, yes, it has been,
9 across the board, it has been much more
10 difficult for a majority of them.

11 THE ARBITRATOR: Now the state
12 pageants are taking place for the 2013
13 competition?

14 MS. SHUGART: Yes, because
15 Mr. Heitkamp has seven states he seemed
16 to be -- he wanted to come in and speak
17 to it since he certainly has a good
18 cross-section of the country.

19 MR. BALBER: There are some
20 directors who have one or two states.
21 To cover all 51 jurisdictions would have
22 been burdensome to you and to us so he
23 is the biggest sample size.

24 He testified that he has heard the
25 same thing from other directors and

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2 Ms. Shugart said the same thing as well.

3 MS. SHUGART: I immediately --
4 they started calling me immediately
5 saying, what are you going to do about
6 this. My business is at stake.

7 Because frankly when a Toyota has
8 an issue there are other divisions that
9 absorb.

10 This is -- we have one thing.
11 This is our survival right now and we
12 owe this to our state directors.

13 We can't survive without them and
14 they can't survive in the current
15 environment.

16 THE ARBITRATOR: Okay. Thank you.

17 What are you going to do about the
18 transcript?

19 MR. BALBER: We will order it and
20 provide it with our brief.

21 THE ARBITRATOR: Thank you very
22 much.

23 Nice meeting you all.

24 (Time noted: 3:28 p.m.)

25

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2 CERTIFICATE

3 STATE OF NEW YORK)

4 : ss

5 COUNTY OF NEW YORK)

6 I, Steven Neil Cohen, a Registered
7 Professional Reporter and Notary Public
8 within and for the State of New York, do
9 hereby certify: That I am not related to
10 any of the parties to this action by blood
11 or marriage and that I am in no way
12 interested in the outcome of this matter.

13 In witness whereof, I have
14 hereunto set my hand this 6th day of
15 November 2012.

16 -----
17 STEVEN NEIL COHEN, RPR
18
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21
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